

Document Number Only

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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***1228.75 ***1228.75

CORPORATION(S) NAME

British Airways Tours Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
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Examiner _____
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Verifier _____
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W.P. Verifier _____

02/09/00

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00 FEB -9 AM 11:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B/K
2/9/00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. BRITISH AIRWAYS TOURS INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 95-2502662
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. Oct 23, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. March 15, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5728 Major Boulevard, Suite 750
Orlando, Florida 32819
(Current mailing address)
8. to engage in the business of all legal activities
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

James R. Morgan, Spec. Asst. Secy.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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DIVISION OF CORPORATIONS
00 FEB -9 PM 2:33

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Jill Donaldson

Address: 75-20 Astoria Blvd
Jackson Heights, NY 11370

Vice Chairman: David Erich

Address: 75-20 Astoria Blvd
Jackson Heights NY 11370

Director: Paul Jasinski

Address: 75-20 Astoria Boulevard
Jackson Heights, NY 11370

Director: Barbara Cohen

Address: 75-20 Astoria Blvd.
Jackson Heights NY 11370

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

(see attached)

President: Jill Donaldson

Address: 75-20 Astoria Boulevard
Jackson Heights, NY 11370

Vice President: Anne Tedesco

Address: 5728 Major Boulevard, Suite 750
Orlando, Florida 32819

Secretary: Paul Jasinski

Address: 75-20 Astoria Boulevard
Jackson Heights NY 11370

Treasurer: Barbara Cohen

Address: 75-20 Astoria Boulevard
Jackson Heights, NY 11370

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DAVID ERICH
(Typed or printed name and capacity of person signing application)

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Addition to #12

Roger Heape
P.O. Box 365
Harmondsworth
West Drayton
UB7 OGB

Anne Tedesco
5728 Major Blvd., Suite 750
Orlando, Florida 32819

Dan Brewin
75-20 Astoria Blvd.
Jackson Heights, NY 11370

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRITISH AIRWAYS TOURS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

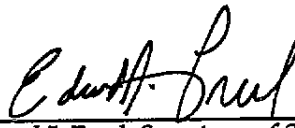
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 FEB -9 PM 2:33



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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0242507

02-07-00